DONOFRIO NICHOLAS M

Form 4 May 09, 2013

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

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Check this box if no longer subject to Section 16. Form 4 or Form 5

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

obligations may continue. See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * DONOFRIO NICHOLAS M | | | Issuer Name and Ticker or Trading Symbol | | | | -0 | 5. Relationship of Reporting Person(s) to Issuer | | | |
|---|---|---|--|--|---|--------|--|--|--|---|--|
| Bank [BK] | | | | f New Y | ork Mello | n CO | RP | (Check all applicable) | | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) | | | _ | _X_ Director 10% Ow Officer (give title Other (s | | Owner (specify | | |
| ONE WALL STREET | | | (Month/Day/Year) | | | | | below) below) | | | |
| | | | | | | | | 6. Individual or Joint/Group Filing(Check | | | |
| | | | Filed(Mo | nth/Day/Ye | ar) | | | oplicable Line) ''A Form filed by One | | | |
| NEW YORK, NY 10286 | | | Pe | | | | Form filed by More than One Reporting Person | | | | |
| (City) | (State) | (Zip) | Tab | le I - Non- | Derivative : | Securi | ities Acquir | ed, Disposed of, o | or Beneficially | y Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deeme Execution I any (Month/Day | Date, if | 3. Transactic Code (Instr. 8) | 4. Securitie or Disposed o (Instr. 3, 4) Amount | f(D) | uired (A) or Price | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| Common Stock | 05/07/2013 | | | A | 148.181 (1) | A | \$ 26.8613 | 26,683.709 | D | | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transacti Code (Instr. 8) | | | ate | 7. Title Amoun Under | int of lying ities | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene |
|---|---|---|---|---------------------------------------|-----------------------------------|---------------------|-----------------|----------------------------|--------------------------|--|---------------------------------|
| | Derivative Security | | | | Securities Acquired | | | (Instr. | 3 and 4) | | Owne Follo |
| | | | | | (A) or Disposed | | | | | | Repo Trans |
| | | | | | of (D) (Instr. 3, 4, and 5) | | | | | | (Instr |
| | | | | | 4, and 3) | | | | Amount | | |
| | | | | | | Date Exercisable | Expiration Date | Title | or Number of | | |
| | | | | Code V | (A) (D) | | | | Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--|---------------|-----------|---------|-------|--|--|--|
| Reporting Owner France / Francess | Director | 10% Owner | Officer | Other | | | |
| DONOFRIO NICHOLAS M ONE WALL STREET NEW YORK, NY 10286 | X | | | | | | |

Signatures

/s/ Craig T. Beazer,
Attorney-in-Fact

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Dividend reinvestment in Stock Account of Deferred Compensation Plan for Non-Employee Directors of The Bank of New York Company, Inc.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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